

November 28, 2018

Via ECFS

Marlene H. Dortch, Secretary
Federal Communications Commission
445 12th Street, S.W.
Washington, D.C. 20554

Attn: Wireline Competition Bureau

**Re: Supplement to Domestic 214 Transfer of Control Application
WC Docket No. 18-343**

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Dear Secretary Dortch:

Hilliary Acquisition B2B, LLC (“Hilliary” or “Transferee”; FRN 0027988831), by its counsel, hereby submits this Supplement to the Application filed on November 13, 2018 in the above-referenced matter. The application seeks approval for the transfer of control of Border to Border Communications, Inc. (“Border”; FRN 000167735), and the domestic 214 authorization held by Border, from Curtis H. Hunt (FRN 0012466488) and Herman C. Roark, Jr. (FRN 0012466587) (collectively “Transferors”) to Hilliary.

This Supplement provides the following additional information in response to questions from staff of the Wireline Competition Bureau:

1. Hilliary confirms that post transaction; it will have no overlapping or adjacent exchange areas in Texas. Hilliary’s affiliate, Hilliary Acquisition Corp. Texas, LLC, currently has applications pending with the FCC (WC Docket Nos. 18-301 and 18-302) seeking authorization for the transfer of control of Electra Telephone Company, Inc. (“Electra”) and Tatum Telephone Company, Inc. (“Tatum”), and the domestic 214 authorizations held by Electra and Tatum, from Townes Telecommunications, Inc. to Hilliary Acquisition Corp. Texas, LLC. Electra and Tatum are both Incumbent Local Exchange Carriers (ILECs) providing local exchange telephone services in Texas.
 - Electra provides local exchange telephone services in Study Area Code (SAC) 442069 in Wichita County which is in North Central Texas.
 - Tatum provides local exchange telephone services in SAC 442150 in Rusk and Panola Counties, which are in North East Texas.
 - Border is an ILEC that provides local exchange telephone services in SAC 442073 in Zapata County, which is in South West Texas.
2. Hilliary acknowledges that the subject transaction involves mixed high cost support as Hilliary is affiliated with ILEC entities that receive universal service high-cost support as set forth below:



- Medicine Park Telephone Company, Inc. ("Medicine Park") is an ILEC providing local exchange telephone services in Study Area Code (SAC) 432008 in Oklahoma. Medicine Park receives cost based support.
- Oklahoma Western Telephone Company, Inc. ("Oklahoma Western") is an ILEC providing local exchange services in SAC 432014 in Oklahoma. Oklahoma Western receives model-based support based on the Alternative Connect America Cost Model (A-CAM).
- Post transaction in Docket No. 18-301, Hilliary will be affiliated with Electra, an ILEC providing local exchange telephone services in SAC 442069 in Texas. Electra receives cost based support.
- Post transaction in Docket No. 18-302, Hilliary will be affiliated with Tatum, an ILEC providing local exchange telephone services in SAC 442150 in Texas. Tatum receives cost based support.
- In the subject Docket No. 18-343, Border is an ILEC providing local exchange services in SAC 442073 in Texas. Border receives cost based support.

Enclosed with this Supplement is verification signed by Dustin Hilliary, Managing Member of Hilliary.

Should you have any questions, please contact the undersigned.

Respectfully submitted,

Womble Bond Dickinson (US) LLP

By: */s/ Marjorie Spivak*

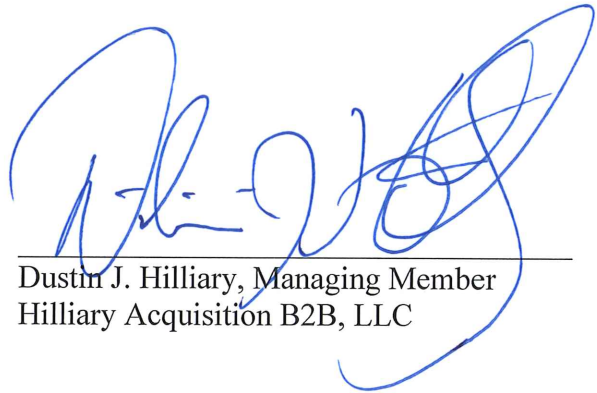
Carri Bennet, Partner
Marjorie Spivak, Partner

Enclosure

VERIFICATION OF DUSTIN J. HILLIARY

I, Dustin J. Hilliary, Managing Member of Transferee, Hilliary Acquisition B2B, LLC, do hereby declare under penalty of perjury that the foregoing filing was prepared under my direction and supervision and that the contents of the filing and the certifications contained therein are true and correct to the best of my knowledge, information.

Executed on 28 day of November, 2018



Dustin J. Hilliary, Managing Member
Hilliary Acquisition B2B, LLC